

Jan 24 06 04:10p
Division of Corporations

James Nolan

(904) 425-3059

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FLORIDA PROFIT/NON PROFIT CORPORATION

JOHN PENDLETON COMMUNICATIONS, INC.

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ARTICLES OF INCORPORATION
OF
JOHN PENDLETON COMMUNICATIONS, INC.

EFFECTIVE DATE
1-30-06

ARTICLE I.
CORPORATE NAME

The name of this corporation is JOHN PENDLETON COMMUNICATIONS, INC.

ARTICLE II.
INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this corporation is 9 Walkers Ridge Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE III.
COMMENCEMENT OF EXISTENCE

The existence of the corporation shall commence on January 30, 2006.

ARTICLE IV.
CAPITAL STOCK

This corporation is authorized to issue One Hundred Thousand (100,000) shares of voting common stock with a par value of One Cent (\$0.01) per share, and One Hundred Thousand (100,000) shares of non-voting common stock with a par value of One Cent (\$0.01) per share, all of which shares shall be and hereby are designated as "Common Shares." Without action by the shareholder(s), any or all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the board of directors of this corporation.

ARTICLE V.
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the state of Florida is 4114 Herschel Street, St. Johns Professional Center, Suite 105, Jacksonville, Florida 32210, and the name of the initial registered agent of this corporation at that address is James A. Nolan, P.A., a Florida corporation. The board of directors or shareholders may, from time to time, change the registered agent or move the registered office to any other address in Florida.

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Articles of Incorporation

John Pendleton Communications, Inc.

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ARTICLE VI.
INCORPORATORS

The names and addresses of the Incorporators of this corporation are:

Mr. John B. Haug, 9 Walkers Ridge Drive, Ponte Vedra Beach, Florida 32082;
Mr. John V. Fritsch and Mrs. Debra K. Fritsch, 32 Oakwood Road, Jacksonville, Florida 32250;
Mr. Thomas F. Linnen, 404 Clearwater Drive, Ponte Vedra Beach, Florida 32082;
Mr. John R. Haug and Mrs. Hope W. Haug, Post Office Box 66, South Freeport, ME 04078;
Mr. Samuel H. Brown, 11640 Interlaaken Drive, SW, Lakewood, WA, 98498; and
Mr. Mark A. Messinese, 1795 Marshside Drive, Jacksonville Beach, Florida 32250.

ARTICLE VII.
AMENDMENTS AND BYLAWS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholder(s) or board of directors may repeal, amend, or adopt bylaws for the corporation, pursuant to these articles, except that the shareholder(s) may prescribe in any bylaw made by them that such bylaw shall not be altered, repealed, or amended by the board of directors.

INITIAL DIRECTOR AND OFFICER

The initial Director is Mr. John B. Haug. The initial President and Secretary of the corporation is Mr. John B. Haug.

IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the Incorporators, have hereunto set their hands this 20 day of January, 2006.


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John V. Fritsch, Incorporator


Debra K. Fritsch, Incorporator

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John R. Haug, Incorporator


Hope W. Haug, Incorporator

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Samuel H. Brown, Incorporator

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Mark A. Messinese, Incorporator

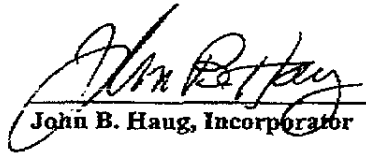
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John B. Haug, Incorporator

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Thomas F. Linnen, Incorporator

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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
JOHN PENDLETON COMMUNICATIONS, INC.**

Pursuant to Section 607.0501, Florida Business Corporation Act, JAMES A. NOLAN, P.A., a Florida corporation., located at 4114 Herschel Street, Suite 105, Jacksonville, Florida, 32210, having been named as registered agent to accept service of process upon JOHN PENDLETON COMMUNICATIONS, INC., hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this 20 day of January, 2006.

JAMES A. NOLAN, P.A., a Florida Corporation
Registered Agent

By


James A. Nolan, III, President

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